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April 10, 2007

RECORDATION NO. 25509-B **FILED**

APR 10 '07 -11 23 AM

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

SURFACE TRANSPORTATION BOARD

Dear Secretary Williams:

I have enclosed for efilng the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Schedule No. 003 to Master Lease Agreement No. 263, a secondary document, dated as of April 5, 2007. The primary document to which this is connected is recorded under Recordation No. 25509. We request that one copy of this document be recorded under Recordation No. 25509-B.

The names and addresses of the parties to the Memorandum of Lease Schedule No. 003 to Master Lease Agreement No. 263 are:

Lessor:

CBI Leasing, Inc.
9100 Centre Pointe Drive
Suite 120
West Chester, OH 45069

Lessee:

The Mennel Milling Company
128 W Crocker Street
Fostoria OH 44830

A description of the equipment covered by the Memorandum of Lease Schedule No. 003 to Master Lease Agreement No. 263 consists of one locomotive Serial No. 31322.

Honorable Vernon A. Williams

April 10, 2007

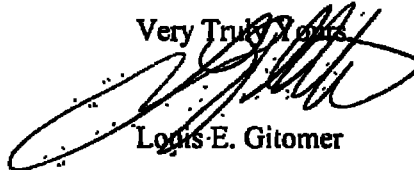
Page 2

A fee of \$34.00 is enclosed. Please return one copy to:

Louis E. Gitomer
600 Baltimore Avenue
Suite 301
Towson, MD 21204

A short summary of the document to appear in the index follows: a Memorandum of Lease Schedule No. 003 to Master Lease Agreement No. 263 between CBI Leasing, Inc., 9100 Centre Pointe Drive, Suite 120, West Chester, OH 45069, and The Mennel Milling Company, 128 W Crocker Street, Fostoria OH 44830, covering one locomotive Serial No. 31322.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", is written over the typed name.

Louis E. Gitomer

Enclosure

RECORDATION NO.

25509-^B

FILED

APR 10 '07

-11 23 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF
LEASE SCHEDULE NO. 003
TO MASTER LEASE AGREEMENT NO. 263

Memorandum of Lease Schedule No. 003 to Master Lease Agreement No. 263 (the "Lease"), dated March 7, 2005, by and between CBI Leasing, Inc., as lessor, (the "Lessor"), and The Mennel Milling Company, as lessee (the "Lessee").

WITNESSETH:

The undersigned have entered into that certain Lease Schedule No. 003 to Master Lease Agreement No. 263 dated March 7, 2005, whereby Lessor agrees to lease to Lessee, and Lessee agrees to lease from Lessor in accordance with the terms and conditions set forth in the Lease, the Equipment described on Exhibit A and attached hereto and made a part hereof. Any reference to "Lease" shall mean Master Lease Agreement No. 263, Lease Schedule No. 003 and all Rider(s); Addenda, Amendment(s), or Supplement(s) thereto, if any:

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed as of 3 day of April 2007.

CBI LEASING, INC.

By: [Signature]

Name: HARRY E. (TIM) FINLEY, JR.

PRESIDENT

Title: CBI LEASING, INC.

THE MENNEL MILLING COMPANY

By: [Signature]

Name: DONALD L. MENNEL

Title: President

Champion

STATE OF Ohio)
COUNTY OF Butler) ss:

On this 5th day of April 2007, before me personally appeared Harry E. Finley, Jr., to me personally known, who being by me duly sworn, says that he is President of CBI LEASING, INC., a Missouri corporation (the "Corporation"); that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors and he acknowledges that the execution of the foregoing instrument was the free act and deed of said Corporation.

[Notarial Seal]

My Commission Expires:



Kathy J. Voegel
Notary Public

KATHY J. VOEGEL
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 08-16-10

STATE OF Ohio)
COUNTY OF Franklin) ss:

On this 4th day of April 2007, before me personally appeared Donald L. Menzel, to me personally known, who being by me duly sworn, says that he is President of THE MENNEL MILLING COMPANY, an Ohio corporation (the "Corporation") that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said Corporation.

[Notarial Seal]

My Commission Expires: 3/2/08

Lori Kitchen
Notary Public

LORI KITCHEN
Notary Public, State of Ohio
My Commission Expires March 2, 2008

Champion

Exhibit A

The Mennel Milling Company

Equipment Location:

Railroad Street

Valley Grain

Kingston, OH 45644

Ross County

Invoice#

1892

PO No.

VendorName

Qty

Description

Serial No.

Ennis-Parkin Steel Limited General Electric

- 1 Locomotive, Diesel, Electric, Industrial Switcher, Built 1951 Rebuilt 2000
- 1 Locomotive Features, c/w EMD Control Console & Cabover, Solid State Charging, Comfort Cab
- 1 Locomotive Features, Air Throttles, Traction Master Wheel slip and Overload Protection
- 1 Locomotive Features, Ditch Lights, All New Exhaust Wiring, 2 Cummins 855I 4 Diesels Schedule
- 1 Locomotive Features, 26 Air Brakes, Friction Trucks, Pre-wired for Radio Remote Control
- 1 Transportation, Locomotive, per Quote 2175

31322

015

Savage Specialized